

AUG 14 '12 - 10 48 AM

SURFACE TRANSPORTATION BOARD



August 14, 2012

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, SW  
Washington, DC 20423-0001

Dear Chief

Please find attached one (1) copy of the Partial Release dated July 24, 2012 between the following parties:

Wells Fargo Equipment Finance, Inc.  
733 Marquette Avenue, Suite 700  
Minneapolis, MN 55402

The David J. Joseph Company  
300 Pike Street  
Cincinnati, OH 45202

This filing is to appear in the index as follows: Partial Release dated July 24, 2012 related to seventy-four (74) railcars bearing reporting marks: JTSX 2463-810196, sporadic.

Please file this as a secondary document under Recordation Number 27809-D as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 27809 through 27809-C. The filing fee in the amount of \$41.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062

Sincerely,

A handwritten signature in cursive script that reads 'Julie Woodard'.

Julie Woodard  
Contract Manager

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**PARTIAL RELEASE****SURFACE TRANSPORTATION BOARD**

This Release is entered into as of July 24, 2012 between The David J. Joseph Company, a Delaware corporation ("Joseph") and Wells Fargo Equipment Finance, Inc., a Minnesota corporation ("WFEFI"), and effective as of July 31, 2012.

WHEREAS, Joseph and WFEFI are parties to a Purchase and Sale Agreement dated as of January 23, 2009 (the "Agreement") pursuant to which (a) WFEFI purchased the railroad cars identified on Exhibit A hereto (the "Railcars") and (b) WFEFI granted Joseph certain rights in such Railcars which operated as a lien upon such Railcars;

WHEREAS, Joseph and WFEFI memorialized the Agreement of record by filing a Memorandum of Options, Rights of First Refusal and Remarketing Rights on February 10, 2009 between Joseph and WFEFI (the "Memorandum of Options, Rights of First Refusal and Remarketing Rights") with the Surface Transportation Board (the "STB"); and

WHEREAS, the Memorandum of Options, Rights of First Refusal and Remarketing Rights was recorded with the STB and assigned recordation number 27809-B;

NOW THEREFORE, in consideration of the premises and mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, the parties agree as follows:

1. The Memorandum of Options, Rights of First Refusal and Remarketing Rights is hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Options, Rights of First Refusal and Remarketing Rights.

2. The parties desire to execute this Release for purposes of memorializing of record the agreements set forth herein.

3. This Release may be executed in as many counterparts as shall be determined by the parties hereto when so executed, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

**IN WITNESS WHEREOF**, this Release has been duly executed by duly authorized officers of the parties as of the date and year first above written.

**THE DAVID J. JOSEPH COMPANY**

By: Kelly C. Paolillo

Title: Vice President, Finance – Brokerage

Date: July 24, 2012

**WELLS FARGO EQUIPMENT FINANCE, INC.**

By: Jacqueline P. Barragan

Title: Jacqueline P. Barragan  
Vice President

Date: Loan Administration Manager

State of OHIO )  
County of HAMILTON ) ss

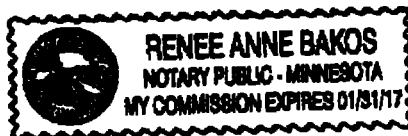
The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of July, 2012 by Kelly C. Poellein, the Vice President, Finance - Brokerage of The David J. Joseph Company, a Delaware corporation, on behalf of the said corporation.

Angela Denise Watts  
Notary Public  
My Commission Has No Expiration

ANGELA DENISE WATTS  
Attorney at Law  
Notary Public, State of Ohio  
My Commission Has No Expiration  
Date Section 147.03 O.R.C.

State of MINNESOTA )  
County of Hennepin ) ss

The foregoing instrument was acknowledged before me this 31<sup>st</sup> day of July, 2012 by Jacqueline Barragan the VP of Wells Fargo Equipment Finance, Inc., a Minnesota corporation, on behalf of the said corporation.



Renee Anne Bakos  
Notary Public  
My Commission Expires: 1/31/17

**EXHIBIT A****RAILCARS: Seventy-four (74) railcars bearing reporting marks as follows:**

JTSX	2463	JTSX	487519
JTSX	2464	JTSX	487525
JTSX	2465	JTSX	487526
JTSX	2466	JTSX	487530
JTSX	2467	JTSX	487536
JTSX	2468	JTSX	487541
JTSX	2469	JTSX	487543
JTSX	2470	JTSX	487544
JTSX	2471	JTSX	487611
JTSX	53014	JTSX	487639
JTSX	63610	JTSX	487920
JTSX	65256	JTSX	487954
JTSX	190758	JTSX	487958
JTSX	487100	JTSX	487963
JTSX	487372	JTSX	488140
JTSX	487374	JTSX	488376
JTSX	487375	JTSX	488425
JTSX	487379	JTSX	488479
JTSX	487381	JTSX	488483
JTSX	487390	JTSX	488549
JTSX	487392	JTSX	488562
JTSX	487395	JTSX	488614
JTSX	487398	JTSX	488620
JTSX	487399	JTSX	488642
JTSX	487402	JTSX	488655
JTSX	487421	JTSX	488698
JTSX	487426	JTSX	488735
JTSX	487427	JTSX	489344
JTSX	487440	JTSX	489345
JTSX	487446	JTSX	489352
JTSX	487447	JTSX	489531
JTSX	487457	JTSX	490019
JTSX	487470	JTSX	490025
JTSX	487481	JTSX	490361
JTSX	487487	JTSX	810001
JTSX	487510	JTSX	810169
JTSX	487516	JTSX	810196

JTSX	487516	JTSX	810196
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**LEASE:** Railroad Equipment Lease dated January 15, 2009 by and between The David J. Joseph Company and CF Industries, Inc.